

03-09-2001



101630777

**RECORDATION FORM COVER SHEET  
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

**Submission Type**

- ☐ New
- ☒ Resubmission (Non-Recordation)  
Document ID # 101525319
- ☐ Correction of PTO Error  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_
- ☐ Corrective Document  
Reel # \_\_\_\_\_ Frame # \_\_\_\_\_

**Conveyance Type**

- ☐ Assignment ☐ License
- ☐ Security Agreement ☐ Nunc Pro Tunc Assignment  
Effective Date  
Month Day Year
- ☒ Merger
- ☐ Change of Name
- ☐ Other \_\_\_\_\_

**Conveying Party**

☐ Mark if additional names of conveying parties attached

Name World Color Press, Inc.

Execution Date  
Month Day Year

10/ 8/ 99

Formerly \_\_\_\_\_

- ☐ Individual ☐ General Partnership ☐ Limited Partnership ☐ Corporation ☐ Association
- ☐ Other \_\_\_\_\_
- ☒ Citizenship/State of Incorporation/Organization Delaware

**Receiving Party**

☐ Mark if additional names of receiving parties attached

Name Quebecor World (USA) Inc.

DBA/AKA/TA \_\_\_\_\_

Composed of \_\_\_\_\_

Address (line 1) 340 Pemberwick Road

Address (line 2) \_\_\_\_\_

Address (line 3)

Greenwich

City

Connecticut

State/Country

06831-4240

Zip Code

- ☐ Individual ☐ General Partnership ☐ Limited Partnership
- ☒ Corporation ☐ Association
- ☐ Other \_\_\_\_\_
- ☒ Citizenship/State of Incorporation/Organization Delaware

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

FOR OFFICE USE ONLY

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:  
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

**TRADEMARK**

**REEL: 002247 FRAME: 0614**

## Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

## Correspondent Name and Address

Area Code and Telephone Number

312-876-7603

Name

Matthew W. Walch

Address (line 1)

Latham &amp; Watkins

Address (line 2)

233 South Wacker Drive, Suite 5800

Address (line 3)

Chicago, IL 60606

Address (line 4)

## Pages

Enter the total number of pages of the attached conveyance document  
including any attachments.

#

6

## Trademark Application Number(s) or Registration Number(s)



Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

1618102

## Number of Properties

Enter the total number of properties involved.

#

1

## Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

40.00

Method of Payment:

Enclosed ☒Deposit Account ☐

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

50-1125

Authorization to charge additional fees:

Yes



No



## Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any  
attached copy is a true copy of the original document. Charges to deposit account are authorized, as  
indicated herein.

Rene Devlin

Name of Person Signing

Signature

02/21/01

Date Signed



**CERTIFICATE OF MERGER**  
**OF**  
**PRINTING ACQUISITION INC.**  
**INTO**  
**WORLD COLOR PRESS, INC.**

Pursuant to Section 251 of the General Corporation Law of the State of Delaware (the "DGCL"), World Color Press, Inc. ("World Color"), a Delaware corporation,

**DOES HEREBY CERTIFY THAT:**

**FIRST:** The name and state of incorporation of each of the constituent corporations (the "Constituent Corporations") in the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Printing Acquisition Inc.	Delaware
World Color Press, Inc.	Delaware

**SECOND:** An Agreement and Plan of Merger dated as of July 12, 1999 (the "Merger Agreement") by and among Quebecor Printing Inc., a corporation amalgamated under the laws of Canada and the owner of all of the outstanding capital stock of Printing Acquisition Inc., Printing Acquisition Inc. and World Color has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

**THIRD:** The surviving corporation in the merger is World Color. The certificate of incorporation of the surviving corporation will be amended in the merger to change the name of the surviving corporation to Quebecor World (USA) Inc.

**FOURTH:** The certificate of incorporation of World Color Press, Inc. as in effect immediately prior to the time the merger becomes effective shall be amended to read in its entirety as follows:

**FIRST**

The name of the corporation is Quebecor World (USA) Inc. (the "Corporation").

## **SECOND**

The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

## **THIRD**

The nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware (the "DGCL").

## **FOURTH**

The total number of shares of common stock which the Corporation shall have the authority to issue is three thousand (3,000), par value \$1.00 per share, amounting in the aggregate to \$3,000.

## **FIFTH**

The Corporation is to have perpetual existence.

## **SIXTH**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, alter or repeal the by-laws of the Corporation.

## **SEVENTH**

Elections of directors need not be by written ballot unless the by-laws of the Corporation shall so provide. Meetings of stockholders may be held within or without the State of Delaware, as the by-laws may provide. The books of the Corporation may be kept (subject to any provision contained in the statutes) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the by-laws of the Corporation.

## **EIGHTH**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

## **NINTH**

No director of the Corporation shall be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 174 of the DGCL, or (iv) for any transaction from which the director derived an improper personal benefit.

**FIFTH:** An executed Merger Agreement is on file at an office of the surviving corporation located at The Mill, 340 Pemberwick Road, Greenwich, CT 06831.

**SIXTH:** A copy of the Merger Agreement will be furnished by the surviving corporation, on request and without cost to any stockholder of any Constituent Corporation.

**SEVENTH:** This Certificate of Merger and the merger provided for herein shall become effective at 12 p.m. on October 8, 1999.

IN WITNESS WHEREOF, this certificate of Merger has been executed as of  
the 8<sup>th</sup> day of October, 1999

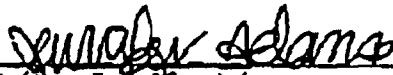
World Color Press, Inc.

By:

  
Name: Michel P. Salbaing

Title: Senior Vice President, Finance

ATTEST:

  
Name: Jennifer Adams  
Its Secretary

44 TOTAL PAGE 02 11

TRADEMARK  
REEL: 002247 FRAME: 0619

**Office of the Secretary of State**

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"PRINTING ACQUISITION INC.", A DELAWARE CORPORATION,

WITH AND INTO "WORLD COLOR PRESS, INC." UNDER THE NAME OF "QUEBECOR WORLD (USA) INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF OCTOBER, A.D. 1999, AT 10 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



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Edward J. Freel, Secretary of State

0016550

AUTHENTICATION:

DATE:

10-08-99